

**IN THE UNITED STATES DISTRICT COURT
MIDDLE DISTRICT OF TENNESSEE**

MARGARET WIKE, on behalf of herself
and all others similarly situated,

Plaintiff,

v.

VERTRUE, INC.
f/k/a MEMBERWORKS, INC.,
ADAPTTIVE MARKETING, LLC
INFLUENT INC. f/k/a/ INTERACTIVE
TELESERVICES CORPORATION,

Defendants.

Case No. 3:06-0204

Judge Echols/Brown

CLASS ACTION

DECLARATION OF ROBERT A. HOROWITZ

I, Robert A. Horowitz, declare as follows:

1. I am an attorney duly admitted to practice law and am admitted *pro hac vice* as counsel for Defendants Vertrue Incorporated (sued herein as Vertrue, Inc. f/k/a MemberWorks, Inc.) ("Vertrue") in the above-captioned action. I submit this declaration, based upon personal knowledge, in opposition to Plaintiff's motion to compel Vertrue to produce additional documents and provide additional information

2. Attached hereto as Exhibit A is a true and correct copy of the transcript of the deposition of Margaret Wike taken on December 13, 2006.

Executed on February 29, 2008 in New York, New York.


Robert A. Horowitz

CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing is being served via the Court's

Electronic Case Filing System to:

Gerald E. Martin, Esq.
BARRETT, JOHNSTON & PARSLEY
217 Second Avenue North
Nashville, Tennessee 37201
jmartin@barrettjohnston.com

Daniel C. Girard, Esq.
Annemarie Janine DeBartolomeo, Esq.
Allison L. Ehlert, Esq.
Girard Gibbs, LLP
601 California Street 14th Floor
San Francisco, CA 94108
dcg@girardgibbs.com
adj@girardgibbs.com
ale@girardgibbs.com

*Attorneys for Margaret Wike
and all others similarly situated*

*Samuel T. Bowman
Baker, Donelson, Bearman,
Caldwell & Berkowitz, PC
211 Commerce St., Suite 1000
Nashville, Tennessee 37201
sbowman@bakerdonelson.com*

*Mark D. Griffin
Baker, Donelson, Bearman,
Caldwell, Berkowitz, PC
First Tennessee Building
165 Madison Ave., Suite 2000
Memphis, Tennessee 38103
mgriffin@bakerdonelson.com*

Jay A. Yurkiw
Elizabeth L. Moyo
Porter, Wright, Morris & Arthur
41 South High Street
Columbus, Ohio 43215
jyurkiw@porterwright.com

Caroline H. Genrey
Porter, Wright, Morris & Arthur
One Dayton Center
One South Main Street, Suite 1600
Dayton, Ohio 45402
egentry@porterwright.com

on this the 29th day of February, 2008.

/s/ Robert A. Horowitz

Robert A. Horowitz (admitted *pro hac vice*)